

RECORDATION NO. 23245-J FILED

NOV 03 '11 -11 45 AM

~~SURFACE TRANSPORTATION BOARD~~

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, DC
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

November 3, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Termination of Lease, dated as of October 26, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Railcar Lease previously filed with the Board under Recordation Number 23245-C.

The names and addresses of the parties to the enclosed document are:

Lessor: BBRX Two LLC (as ultimate assignee of
The CIT Group/Equipment Financing Inc.)
545 Steamboat Road
Greenwich, CT 06830

[Lessee: Tennessee Valley Authority
1101 Market Street, LP 5G
Chattanooga, TN 37402]

Section Chief
November 3, 2011
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A description of the railroad equipment covered by the enclosed document is:

120 railcars: CEFX 63944 - CEFX 64063

A short summary of the document to appear in the index is:

Notice of Termination of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Edward M. Luria".

Edward M. Luria

EML/sem
Enclosures

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NOTICE OF TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

Notice is hereby given that the railcar lease identified on Exhibit A attached hereto between BBRX Two LLC, as Lessor, and the lessee there identified has been terminated or has expired in accordance with its terms.

IN WITNESS WHEREOF, BBRX Two LLC, has caused this Notice to be executed by a duly authorized officer as of November 3, 2011.

BBRX TWO LLC, Lessor

By: New Province Rail Partners, Manager

By: [Signature]

Name: L. E. (L. E. PATTERSON)

Title: Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

By: [Signature]

Name: L. E. (L. E. PATTERSON)

Title: Vice President

EXHIBIT A
(to Notice of Termination of Leases)

Memorandum of Railcar Lease, dated as of May 6, 2003, between The CIT Group/Equipment Financing, Inc., Lessor, and Tennessee Valley Authority, Lessee, filed with the Board on November 12, 2003 at 2:23 p.m. under Recordation Number 23245-C.

Equipment: 120 railcars: CEFX 63944 - CEFX 64063.

CERTIFICATION

I, Edward M Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 11-3-11

Edward M Luria
Edward M. Luria